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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

or Section 4947(a)(1) Nonexempt Charitable Trust Treated as a Private Foundation

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements

OMB No 1545-0052

2010

For calendar year 2010, or tax year beginning 01-01-2010 , and ending 12-31-2010

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return
☐ Amended return ☐ Address change ☐ Name change

Name of foundation
Washakie Foundation

A Employer identification number
26-1459358

Number and street (or P O box number if mail is not delivered to street address) Room/suite
c/o Foundation Source 501 Silversid

B Telephone number (see page 10 of the instructions)
(800) 839-1754

City or town, state, and ZIP code
Wilmington, DE 198091377

C If exemption application is pending, check here ▶ ☐
D 1. Foreign organizations, check here ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐
E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

H Check type of organization ☑ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 7,717,887

J Accounting method ☑ Cash ☐ Accrual
☐ Other (specify)
(Part I, column (d) must be on cash basis.)

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))*

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	191,217	157,281		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	158,020			
	b	Gross sales price for all assets on line 6a 3,555,188				
	7	Capital gain net income (from Part IV, line 2)		158,020		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)	16,125	17		
	12	**Total.** Add lines 1 through 11	365,362	315,318		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc				
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule)	65,193	65,193		
	17	Interest				
	18	Taxes (attach schedule) (see page 14 of the instructions)	5,092	1,692		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings	11,185			11,185
	22	Printing and publications				
	23	Other expenses (attach schedule)	33,356	439		32,917
	24	**Total operating and administrative expenses.** Add lines 13 through 23	114,826	67,324		44,102
	25	Contributions, gifts, grants paid	311,500			311,500
	26	**Total expenses and disbursements.** Add lines 24 and 25	426,326	67,324		355,602
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-60,964			
	b	**Net investment income** (if negative, enter -0-)		247,994		
	c	**Adjusted net income** (if negative, enter -0-)				

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

			Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	477,420	227,406	227,406
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶	1,238		
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)	631,843	631,843	638,132
	b	Investments—corporate stock (attach schedule)	3,700,543	4,240,751	5,278,857
	c	Investments—corporate bonds (attach schedule)	1,549,876	1,466,434	1,573,492
	11	Investments—land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	266,478		
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	6,627,398	6,566,434	7,717,887
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)		0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☑ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	6,627,398	6,566,434	
	30	**Total net assets or fund balances** (see page 17 of the instructions)	6,627,398	6,566,434	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	6,627,398	6,566,434	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	6,627,398
2	Enter amount from Part I, line 27a	2	-60,964
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	6,566,434
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	6,566,434

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1 a	Publicly-traded Securities			
b	Passthrough K1 Capital Loss			
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	3,555,188		3,394,549	160,639
b				-2,619
c				
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a				160,639
b				-2,619
c				
d				
e				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	158,020
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8	3	

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☑ No

If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2009	312,892	6,980,714	000 044822
2008	37,787	7,392,106	000 005112
2007		2,505,920	
2006			
2005			

2	**Total** of line 1, column (d).	2	000 049934
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	000 016645
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5.	4	7,186,217
5	Multiply line 4 by line 3.	5	119,615
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	2,480
7	Add lines 5 and 6.	7	122,095
8	Enter qualifying distributions from Part XII, line 4.	8	355,602

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions on page 18

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ________ **(attach copy of letter if necessary–see instructions)**				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☑ and enter 1% of Part I, line 27b			1	2,480
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			2	
3	Add lines 1 and 2			3	2,480
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	2,480
6	Credits/Payments				
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a	4,300		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c			
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	4,300
8	Enter any **penalty** for underpayment of estimated tax Check here ☑ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	1,820
11	Enter the amount of line 10 to be **Credited to 2011 estimated tax** ▶ 1,820	**Refunded** ▶		11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ________ **(2)** On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ ________			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶

14 The books are in care of ▶co Foundation Source Telephone no ▶(800) 839-1754

Located at ▶501 Silverside Road Suite 123 Wilmington DE ZIP+4 ▶198091377

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** —Check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ | 15 |

			Yes	No
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No

See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country ▶

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☑ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☑ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☑ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	1b		No
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? ☐ Yes ☑ No			
	If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see page 20 of the instructions)	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☑ No			
b	If "Yes," did it have excess business holdings in 2010 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?	4b		No

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required *(continued)*

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ **Yes** ☑ **No**			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ **Yes** ☑ **No**			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ **Yes** ☑ **No**			
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ **Yes** ☑ **No**			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ **Yes** ☑ **No**			
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)?	**5b**		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ **Yes** ☐ **No**			
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ **Yes** ☐ **No**			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	**6b**		**No**
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ **Yes** ☑ **No**			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	**7b**	**Yes**	

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
Stephen Weeks c/o Foundation Source 501 Silversid Wilmington, DE 19809	Co- President / Director 001 00	0		
Tacy Weeks Hahn c/o Foundation Source 501 Silversid Wilmington, DE 19809	Co- President / Director / Secretary 001 00	0		

2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than $50,000	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
NONE				

Total number of other employees paid over $50,000 ▶

Part VIII **Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** *(continued)*

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE".

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
UBS Financial Services 7700 Wisconsin Ave Suite 300 Bethesda, MD 20814	Investment Management Services	65,193
Total number of others receiving over $50,000 for professional services. . . . . ▶		

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1	
2	
3	
4	

Part IX-B **Summary of Program-Related Investments** (see page 24 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See page 24 of the instructions 3	
Total. Add lines 1 through 3. . . . . ▶	

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	6,363,676
b	Average of monthly cash balances	1b	931,976
c	Fair market value of all other assets (see page 24 of the instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	7,295,652
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	7,295,652
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	109,435
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	7,186,217
6	**Minimum investment return.** Enter 5% of line 5	6	359,311

Part XI Distributable Amount (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ▶ ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6			1	359,311
2a	Tax on investment income for 2010 from Part VI, line 5	2a	2,480		
b	Income tax for 2010 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	2,480
3	Distributable amount before adjustments Subtract line 2c from line 1			3	356,831
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	356,831
6	Deduction from distributable amount (see page 25 of the instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	356,831

Part XII Qualifying Distributions (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26	1a	355,602
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	355,602
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	2,480
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	353,122

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII **Undistributed Income** (see page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				356,831
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only.			347,825	
b Total for prior years 20___ , 20___ , 20___				
3 Excess distributions carryover, if any, to 2010				
a From 2005.				
b From 2006.				
c From 2007.				
d From 2008.				
e From 2009.				
f **Total** of lines 3a through e.				
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ $ 355,602				
a Applied to 2009, but not more than line 2a			347,825	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required—see page 26 of the instructions). . .				
d Applied to 2010 distributable amount.				7,777
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2010 *(If an amount appears in column (d), the same amount must be shown in column (a).)*				
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions . . .				
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions				
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				349,054
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)				
9 **Excess distributions carryover to 2011.** Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2006. . . .				
b Excess from 2007. . . .				
c Excess from 2008. . . .				
d Excess from 2009. . . .				
e Excess from 2010. . . .				

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2010, enter the date of the ruling . . . . . . ▶

b Check box to indicate whether the organization is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			
	(a) 2010	**(b)** 2009	**(c)** 2008	**(d)** 2007	**(e) Total**
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon **a** "Assets" alternative test—enter **(1)** Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test—enter **(1)** Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the organization had $5,000 or more in assets at any time during the year—see page 27 of the instructions.)

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than $5,000) (See section 507(d)(2))

NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ▶ ☑ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds If the foundation makes gifts, grants, etc (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number of the person to whom applications should be addressed

b The form in which applications should be submitted and information and materials they should include

c Any submission deadlines

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Additional Data Table				
Total . . . . ▶ **3a**				311,500
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities. . . .			14	191,217	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory			18	158,020	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a Federal Tax Refund			01	16,108	
b K-1 Pass-Through Income			14	17	
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .				365,362	

13 **Total.** Add line 12, columns (b), (d), and (e). 13 365,362

(See worksheet in line 13 instructions on page 28 to verify calculations)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the organization's exempt purposes (other than by providing funds for such purposes) (See page 28 of the instructions)

Part XVII **Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations**

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash	**1a(1)**		No
	(2) Other assets	**1a(2)**		No
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	**1b(1)**		No
	(2) Purchases of assets from a noncharitable exempt organization	**1b(2)**		No
	(3) Rental of facilities, equipment, or other assets	**1b(3)**		No
	(4) Reimbursement arrangements	**1b(4)**		No
	(5) Loans or loan guarantees	**1b(5)**		No
	(6) Performance of services or membership or fundraising solicitations	**1b(6)**		No
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	**1c**		No

d If the answer to any of the above is "Yes," complete the following schedule Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

(a) Line No	**(b)** Amount involved	**(c)** Name of noncharitable exempt organization	**(d)** Description of transfers, transactions, and sharing arrangements

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☑ No

b If "Yes," complete the following schedule

(a) Name of organization	**(b)** Type of organization	**(c)** Description of relationship

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge

****** | 2011-08-15 | ******

Signature of officer or trustee | Date | Title

Paid Preparer's Use Only

		Date	Check if self-employed ☐	PTIN
Preparer's Signature	Jeffrey D Haskell	2011-08-15		
Firm's name	Foundation Source		Firm's EIN	
Firm's address	55 Walls Drive Fairfield, CT 06824		Phone no (800) 839-1754	

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TY 2010 General Explanation Attachment

Name: Washakie Foundation

EIN: 26-1459358

Software ID: 10000149

Software Version: 2010.2.15

Identifier	Return Reference	Explanation

TY 2010 Investments Corporate Bonds Schedule

Name: Washakie Foundation
EIN: 26-1459358
Software ID: 10000149
Software Version: 2010.2.15

Name of Bond	End of Year Book Value	End of Year Fair Market Value
ANADARKO PETROLEUM CORP - 5.950 - 09/15/2016 032511AX5 5500000.00%	57,055	59,086
ANHEUSER BUSCH COS INC 4.375 01/15/2013 035229CP6 3700000.00%	38,917	39,013
APACHE CORPORATION NOTES 5.625 01/15/2017 037411AS4 7500000.00%	86,629	85,540
CAPMARK BK MIDVALE UTAH 4.75000 07/02/2012CD 140653XC5 9500000.00%	95,000	100,322
CATERPILLAR FINL SVCS MTNS BE 5.12500 10/12/2011 14912L3G4 5000000.00%	53,340	51,818
CISCO SYSTEMS 4.95 2/15/19 17275RAE2 10000000.00%	105,356	108,890
COCA COLA ENTERPRISE NOTES 07.37500 03/03/2014 191219BT0 10000000.00%	102,029	116,314
COMPASS BK BIRMINGHAM ALA 2.150 06/30/2011 20449ET48 5000000.00%	50,540	50,398
DISCOVER BK GREENWOOD DEL 4.85000 12/26/2012CD 25469JLV9 9500000.00%	95,000	101,648
FIRSTBANK P R SANTURCE 5.00000 07/03/2013CD 337629UP2 9500000.00%	95,000	102,880
GOLDMAN SACHS BK USA UT 4.80000 06/25/2013CD 381426KZ7 9500000.00%	94,050	102,585
GOLDMAN SACHS GROUP INC NOTE DTD 8/27/2002 5.7 9/1/2012 38141GCG7 10000000.00%	90,750	106,742
JP MORGAN CHASE CO GLBL SB NT 5.750 01/02/2013 46625HAT7 5000000.00%	54,321	53,693
JPMORGAN CHASE CO SR NT 6.00000 01/15/2018 46625HGY0 10000000.00%	106,098	111,518
LEHMAN COML BK UTAH CD 4.55000 08/22/2011 52520KYR2 9500000.00%	94,430	96,794
PHILIP MORRIS INTL INC 6.87500 03/17/2014 NT 718172AG4 10000000.00%	100,791	115,231
SOUTHWEST AIRLINES NTS 5.750 12/15/2016 844741AY4 10000000.00%	95,250	105,870
VERIZON COMMUNICATIONS - 8.750 - 11/01/2018 92343VAQ7 5000000.00%	51,878	65,150

TY 2010 Investments Corporate Stock Schedule

Name: Washakie Foundation
EIN: 26-1459358
Software ID: 10000149
Software Version: 2010.2.15

Name of Stock	End of Year Book Value	End of Year Fair Market Value
2000 shares of 3M CO MMM	161,616	172,600
1700 shares of APACHE CORPORATION APA	158,344	202,691
700 shares of APPLE INC. AAPL	119,731	225,792
3000 shares of BARRICK GOLD CORP COM ABX	162,687	159,540
4879 shares of COLUMBIA ACORN TRUSTFD CL A LACAX	129,272	142,669
1500 shares of CRRNCYSHRS CAN DL TR FXC	139,465	149,310
7000 shares of GENERAL ELECTRIC CO GE	92,394	128,030
400 shares of GOOGLE INC CL A GOOG	198,968	237,588
4000 shares of HOME DEPOT INC. HD	123,610	140,240
1800 shares of JOY GLOBAL INC. JOYG	123,813	156,150
4000 shares of MARKET VECTORS - GOLD MINERS ETF GDX	189,361	245,880
13000 shares of MCDERMOTT INT PANAMA MDR	167,072	268,970
2200 shares of MCDONALDS CORP MCD	124,116	168,872
4243 shares of NUVEEN TRADEWINDS VALUE OPPORTUNITIES FUND CL A NVOAX	126,598	148,793
2000 shares of OIL SVC HLDRS TR OIH	219,748	281,060
4000 shares of PEABODY ENERGY CORP BTU	157,547	255,920
2000 shares of PROCTER GAMBLE CO PG	127,248	128,660
6000 shares of STREETTRACKS GOLD SHARES GLD	644,426	832,320
4845 shares of TEMPLETON CHINA WORLD FUND CLASS A TCWAX	116,774	193,006
27892 shares of TEMPLETON GLOBAL BOND FUND - CLASS A TPINX	341,878	379,056
3000 shares of TEVA PHARMECEUTICAL SP ADR TEVA	157,280	156,390
2000 shares of UNION PACIFIC UNP	165,523	185,320
5000 shares of VALE SA VALE	153,901	172,850
3000 shares of YUM BRANDS INC YUM	139,379	147,150

TY 2010 Investments Government Obligations Schedule

Name: Washakie Foundation

EIN: 26-1459358

Software ID: 10000149

Software Version: 2010.2.15

US Government Securities - End of Year Book Value:

US Government Securities - End of Year Fair Market Value:

State & Local Government Securities - End of Year Book Value: 631,843

State & Local Government Securities - End of Year Fair Market Value: 638,132

TY 2010 Other Expenses Schedule

Name: Washakie Foundation

EIN: 26-1459358

Software ID: 10000149

Software Version: 2010.2.15

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Administrative Fees	32,802			32,802
Bank Charges	160	160		
K1 passthrough POWERSHARES DB AGRICULTURE FUND	279	279		
Office Supplies	90			90
State or Local Filing Fees	25			25

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TY 2010 Other Income Schedule

Name: Washakie Foundation

EIN: 26-1459358

Software ID: 10000149

Software Version: 2010.2.15

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
Federal Tax Refund	16,108		
POWERSHARES DB AGRICULTURE FUND K-1 Pass-Through Share of Partnership Income/Loss	17	17	

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TY 2010 Other Professional Fees Schedule

Name: Washakie Foundation

EIN: 26-1459358

Software ID: 10000149

Software Version: 2010.2.15

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Investment Management Services	65,193	65,193		

TY 2010 Taxes Schedule

Name: Washakie Foundation

EIN: 26-1459358

Software ID: 10000149

Software Version: 2010.2.15

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Estimated Tax for 2010	3,400	0	0	0
Foreign Tax Paid	1,692	1,692	0	0

Additional Data

Software ID: 10000149
Software Version: 2010.2.15
EIN: 26-1459358
Name: Washakie Foundation

Part VI Line 7 - Tax Paid Original Return: 4300

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
AMERICAN CIVIL LIBERTIES UNION FOUN 125 BROAD ST 18TH FL NEW YORK,NY 10004	N/A	509(a)(1)	General Unrestricted	10,000
AMERICAN CIVIL LIBERTIES UNION FOUN 125 BROAD ST 18TH FL NEW YORK,NY 10004	N/A	509(a)(1)	National Security	15,000
CIVIL WAR PRESERVATION TRUST 11 PUBLIC SQ STE 200 HAGERSTOWN,MD 21740	N/A	509(a)(1)	General Unrestricted	10,000
COLORADO YOUTH FOR A CHANGE 1578 ADAMS ST DENVER,CO 80206	N/A	509(a)(1)	General Unrestricted	5,000
DEMOCRACY NOW PRODUCTIONS INC 207 W 25TH ST NEW YORK,NY 10001	N/A	509(a)(1)	General Unrestricted	30,000
DENVER RESCUE MISSION 3501 E 46TH AVE DENVER,CO 80216	N/A	509(a)(1)	General Unrestricted	10,000
ELECTRONIC FRONTIER FOUNDATION INC 454 SHOTWELL ST SAN FRANCISCO,CA 94110	N/A	509(a)(1)	General Unrestricted	5,000
FORECLOSURE ANGEL FOUNDATION INC 720 DAVIS DR ROCKWALL,TX 75087	N/A	509(a)(1)	General Unrestricted	2,000
GREAT OLD BROADS FOR WILDERNESS PO BOX 2924 DURANGO,CO 81302	N/A	509(a)(1)	General Unrestricted	5,000
GREATER YELLOWSTONE COALITION INC PO BOX 1874 BOZEMAN,MT 59771	N/A	509(a)(1)	General Unrestricted	5,000
GUN OWNERS FOUNDATION 8001 FORBES PL STE 102 SPRINGFIELD,VA 22151	N/A	509(a)(1)	General Unrestricted	1,000
HIGH COUNTRY NEWS PO BOX 1090 PAONIA,CO 81428	N/A	509(a)(1)	General Unrestricted	5,000
INDIANA UNIVERSITY FOUNDATION PO BOX 500 BLOOMINGTON,IN 47402	N/A	509(a)(1)	Manuscript Department at the Lilly Library Division	3,000
INSTITUTE OF NOETIC SCIENCES 101 SAN ANTONIO RD PETALUMA,CA 94952	N/A	509(a)(2)	Forgiveness A Time to Love, A Time to Hate	25,000
LABYRINTH INC 307 W 38TH ST STE 1605 NEW YORK,NY 10018	N/A	509(a)(1)	General Unrestricted	12,500
Total . . . . ▶ **3a**				311,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
LUDWIG VON MISES INSTITUTE FOR AUST 518 W MAGNOLIA AVE AUBURN, AL 36832	N/A	509(a)(1)	General Unrestricted	7,000
MODEST NEEDS FOUNDATION 115 E 30TH ST FL 1 NEW YORK, NY 10016	N/A	509(a)(1)	General Unrestricted	3,000
NATIONAL OUTDOOR LEADERSHIP SCHOOL 284 LINCOLN ST LANDER, WY 82520	N/A	509(a)(1)	Scholarship Fund	5,000
NATIONAL PUBLIC RADIO INC 635 MASS AVE NW WASHINGTON, DC 20001	N/A	509(a)(1)	General Unrestricted	5,000
NATURAL RESOURCES DEFENSE COUNCIL I 40 W 20TH ST NEW YORK, NY 10011	N/A	509(a)(1)	General Unrestricted	25,000
NATURAL RESOURCES DEFENSE COUNCIL I 40 W 20TH ST NEW YORK, NY 10011	N/A	509(a)(1)	Saving Bristol Bay, Alaska	25,000
NEVADA CITY COMMUNITY BROADCAST GRO 401 SPRING ST NEVADA CITY, CA 95959	N/A	509(a)(1)	General Unrestricted	5,000
OJAI VALLEY SCHOOL 723 EL PASEO RD OJAI, CA 93023	N/A	509(a)(1)	General Unrestricted	25,000
PACIFICA FOUNDATION 1925 MARTIN LUTHER KING JR WAY BERKELEY, CA 94704	N/A	509(a)(1)	General Unrestricted	3,000
PRO PUBLICA INC 55 BROADWAY NEW YORK, NY 10006	N/A	509(a)(1)	General Unrestricted	10,000
RIVERTON MUSEUM 700 E PARK AVE RIVERTON, WY 82501	N/A	509(a)(1)	General Unrestricted	15,000
SALVATION ARMY RESIDENCES INCORPORA 180 E OCEAN BLVD 9TH FLR LONG BEACH, CA 90802	N/A	509(a)(2)	General Unrestricted	2,000
SEQUOIA FORESTKEEPER PO BOX 2134 KERNVILLE, CA 93238	N/A	509(a)(1)	General Unrestricted	35,000
WWP INC 7020 A C SKINNER PKWY STE 100 JACKSONVILLE, FL 32256	N/A	509(a)(1)	General Unrestricted	3,000
Total . . . . ▶ **3a**				311,500